

FIRM / AFFILIATE OFFICES

Abu Dhabi	Milan
Barcelona	Moscow
Beijing	Munich
Boston	New Jersey
Brussels	New York
Chicago	Orange County
Doha	Paris
Dubai	Riyadh
Düsseldorf	Rome
Frankfurt	San Diego
Hamburg	San Francisco
Hong Kong	Shanghai
Houston	Silicon Valley
London	Singapore
Los Angeles	Tokyo
Madrid	Washington, D.C.

VIA ELECTRONIC FILING

September 16, 2013

Marlene H. Dortch
Secretary
Federal Communications Commission
445 12th Street, SW
Washington, DC 20554

Re: Notice of Ex Parte Presentation; IB Docket No. 11-109; DA 12-1863, IB Docket No. 12-340; IBFS File Nos. SATMOD-20101118-00239; SAT-MOD-20120928-00160; SAT-MOD-20120928-00161; SES-MOD-20121001-00872; RM-11681; WT Docket No. 12-327

Dear Ms. Dortch:

On Thursday, September 12, 2013, Douglas Smith, Chairman of the Board and Chief Executive Officer of LightSquared Subsidiary LLC (“LightSquared”), Jeffrey Carlisle, Executive Vice President for Regulatory Affairs and Public Policy of LightSquared, and the undersigned of Latham & Watkins LLP, outside counsel to LightSquared (collectively, the “LightSquared Representatives”), met with Acting Chairwoman Mignon Clyburn of the Federal Communications Commission (“FCC”) and her legal advisor on wireless issues, Louis Peraertz. In this meeting, the LightSquared Representatives requested that the Commission approve LightSquared’s application to modify its existing terrestrial authorization (referred to collectively as the “Application”) as quickly as possible.

Specifically, the LightSquared Representatives noted that (i) the record established in current Commission proceedings overwhelmingly demonstrates that uplink operation of terrestrial wireless handsets in the L-band is compatible with the operation of GPS receivers; (ii) after 13 years of proceedings analyzing the L-band, there is more than sufficient analysis, information and comment on the record needed to act on the Application; and (iii) Commission approval of LightSquared’s Application will permit a substantial portion of the L-Band spectrum to be put to use for American consumers faster than any other alternative, moving the Commission that much closer to meeting its policy goals.

The LightSquared Representatives also provided an update of the company’s ongoing restructuring, explaining that the bankruptcy court commenced the sale process because the FCC has not yet acted, or given any specific timetable as to when it will act, on applications that have been pending for a year. If the Commission provides regulatory certainty as to LightSquared’s licensed spectrum promptly, the true value of the company will be clarified, and the estate can be

LATHAM & WATKINS^{LLP}

properly valued in a manner consistent with the goals of federal bankruptcy law. This not only furthers the goals of bankruptcy law and is in the best interests of all stakeholders, but also reflects the Commission's own policy of ensuring that likely bidders for spectrum assets have access to accurate information **before** an auction is held -- the exact regulatory clarity that the Commission provides, and that potential bidders demand, before conducting or participating in any Commission spectrum auction.

Maintaining a perpetual state of uncertainty makes LightSquared a "spectrum grab bag:" no one will pay very much for the chance to come up empty. The current stalking horse bid might be the only one submitted, if the FCC does not make its decisions quickly, because the company's assets cannot be fully valued until the Commission acts on the pending modification applications.

Mr. Smith further explained that his duty is to maximize the value of the assets for all the stakeholders in the bankruptcy, and that, in light of the considerations above, he is concerned that the assets may not be sold in the bankruptcy auction for their full and fair value if the FCC does not decide quickly. He said it would be very unfortunate if the FCC made its decisions after the bankruptcy sales process was over. Then a relatively low bid might have won, and that low bidder would see the value of the assets go way up, when it was already too late to benefit all the stakeholders.

The LightSquared Representatives pointed out that LightSquared has done everything possible for the Commission to move forward on the Application, including meeting every regulatory requirement, talking to every responsive stakeholder, and making every practical concession and commitment. They observed that, from a spectrum policy perspective, action by the Commission now would result in a significant amount of spectrum making its way to American consumers and finally resolve – in an equitable way for all parties – the remaining obstacles to the use of LightSquared's spectrum. Inaction would run directly counter to the Commission's stated policy goals and likely torpedo any hope of putting this spectrum to work anytime over the next several years.

The LightSquared Representatives concluded by reiterating their requests for the Commission to (i) clear, as soon as possible, terrestrial use of the uplink portion of the L Band at 1626.5-1660.5 MHz, paired with the downlink spectrum at 1670-1675 MHz that LightSquared also has authority to use, and (ii) approve, at the appropriate time, use of spectrum shared with NOAA at 1675-1680 MHz.

Respectfully submitted,

/s/ James H. Barker

James H. Barker

cc: Chairwoman Mignon Clyburn
Louis Peraertz, Esq.